Prepared and Submitted by

Eric W. Pearson (7276) Jonathan R. Clark (12470) **PEARSON LAW, P.C.**

10421 S. Jordan Gateway, Suite 600

Salt Lake City, Utah 84095 Telephone: (801) 519-0300 Facsimile: (801) 519-0400 Email: ewp@pearsonfirm.com Email: jrc@pearsonfirm.com

Counsel for American Institutional Partners, LLC

-and-

Theodore A. Kittila (admitted pro hac vice)

ELLIOTT GREENLEAF

1105 N. Market Street, Suite 1700 Wilmington, Delaware 19801 Telephone: (302) 384-9400 Facsimile: (302) 384-9399

Email: tak@elliottgreenleaf.com

Withdrawing Counsel for American Institutional Partners, LLC

-and-

John D. McLaughlin, Jr. (admitted *pro hac vice*)

CIARDI CIARDI & ASTIN

919 N. Market Street, Suite 700 Wilmington, Delaware 19801 Telephone: (302) 658-1100 Facsimile: (302) 658-1300

Email: jmclaughlin@ciardilaw.com

Superseding Attorney for American Institutional Partners, LLC

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF UTAH CENTRAL DIVISION

In re: AIP RESORT DEVELOPMENT, LLC,

Debtor.

Bankruptcy No. 10-25027 JTM

Honorable Joel T. Marker

ORDER GRANTING APPLICATION
OF SUBSTITUTION OF COUNSEL
ON BEHALF OF AMERICAN
INSTITUTIONAL PARTNERS, LLC

(VIA ECF)

Upon the Application of Substitution of Counsel of Behalf of American Institutional Partners, LLC (the "Application"), the Court having reviewed the Application, and for good cause shown,

IT IS HEREBY ORDERED:

- 1. The Application is GRANTED.
- 2. John D. McLaughlin, Jr., Esq., of the law firm of Ciardi Ciardi & Astin, 919 N. Market Street, Suite 700 Wilmington, Delaware 19801, admitted *pro hac vice* as counsel for American Institutional Partners, LLC ("AIP") in the above-captioned matter, is hereby substituted in place of Rafael X. Zahralddin-Aravena, Esq., and Theodore A. Kittila, Esq., of the law firm of Elliott Greenleaf, 1105 North Market Street, 17th Floor, Wilmington, Delaware 19801, as counsel for AIP in the above-captioned matter
- 3. Rafael X. Zahralddin-Aravena, Esq. and Theodore A. Kittila, Esq. of the law firm of Elliott Greenleaf, 1105 North Market Street, 17th Floor, Wilmington, Delaware 19801, are hereby withdrawn as counsel for AIP in this matter.

-----END OF DOCUMENT-----

COURT CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing APPLICATION OF SUBSTITUTION OF COUNSEL ON BEHALF OF AMERICAN INSTITUTIONAL PARTNERS, LLC, EXHIBT A, and proposed ORDER GRANTING APPLICATION OF SUBSTITUTION OF COUNSEL ON BEHALF OF AMERICAN INSTITUTIONAL PARTNERS, LLC was filed electronically via the CM/ECF system with the Clerk of Court, which system sent electronic notification of such filing this April _____, 2011, to the following:

Michael R. Johnson, Esq. mjohnson@rqn.com; sglendening@rqn.com;

docket@rqn.com

Peter J. Kuhn, Esq. Peter.J.Kuhn@usdoj.gov; James.Gee@usdoj.gov

Douglas M. Monson, Esq. dmonson@rqn.com; tpahl@rqn.com; docket@rqn.com

Robert S. Prince, Esq. rprince@kmclaw.com; squilter@kmclaw.com

Shawn T. Richards, Esq. srichards@kmclaw.com

United States Trustee USTPRegion19.SK.ECF@usdoj.gov

Anna W. Drake, Esq. annadrake@att.net

Theodore A. Kittila, Esq. tak@elliottgreenleaf.com

Jonathan R. Clark, Esq. jrc@pearsonfirm.com

George Hofmann, Esq. gbh@pkhlawyers.com

Michael D. Kendall, Esq. mdk@pkhlawyers.com

Steven C. Strong, Esq. scs@pkhlawyers.com

I hereby certify that a true and correct copy of the foregoing APPLICATION OF SUBSTITUTION OF COUNSEL ON BEHALF OF AMERICAN INSTITUTIONAL PARTNERS, LLC, EXHIBT A, and proposed ORDER GRANTING APPLICATION OF SUBSTITUTION OF COUNSEL ON BEHALF OF AMERICAN INSTITUTIONAL PARTNERS, LLC was served by first-class, postage prepaid, on April ____, 2011, to the following:

Eric W. Pearson, Esq. **PEARSON LAW, P.C.**10421 S. Jordan Gateway, Suite 600

Salt Lake City, Utah 84095

DURHAM JONES & PINEGAR, P.C.

Attn: Jeffrey M. Jones Kenneth L. Cannon II 111 East Broadway, #900

P O Box 4050

Salt Lake City, UT 84110-4050